

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<u>In re SUPERIOR OFFSHORE</u>	)	CIVIL ACTION NO. 08-cv-00687
INTERNATIONAL, INC.	)	
<u>SECURITIES LITIGATION</u>	)	JUDGE NANCY F. ATLAS

**PLAINTIFFS' MOTION FOR CLASS CERTIFICATION**

Pursuant to Rules 23(a), 23(b)(3), 23(c)(1), and 23(g) of the Federal Rules of Civil Procedure, Lead Plaintiff Charles Ognar and Plaintiffs Calvin Glance and James Britain (collectively, “Plaintiffs”), by their counsel, respectfully move this Court, for an Order: (i) certifying this action as a class action, pursuant to Fed. R. Civ. P. 23(a) and 23(b)(3), on behalf of a Class, defined as all persons or entities – excluding the Defendants, their officers and directors at all relevant times, members of their immediate families and their legal representatives, heirs, successors or assigns, and any entity in which the Defendants have or had a controlling interest – that purchased the common stock of Superior Offshore International, Inc. (“Superior Offshore” or the “Company”) pursuant or traceable to Superior Offshore’s Initial Public Offering Prospectus and Registration Statement from April 20, 2007 through April 25, 2008, inclusive; (ii) appointing Charles Ognar, Calvin Glance, and James Britain representatives of the Class; and (iii) appointing Plaintiffs’ counsel as counsel for the Class pursuant to Fed. R. Civ. P. 23(g).

The Class should be certified pursuant to Fed. R. Civ. P. 23(a) and 23(b)(3) because each of the Rule’s prerequisites is satisfied.

1. Rule 23(a)(1)’s numerosity requirement is satisfied. Members of the Class are so numerous that joinder of all members is impracticable.

2. Common questions of law and fact exist as to all Members of the Class and predominate over any questions solely affecting individual Members of the Class, in satisfaction of Rules 23(a)(2) and 23(b)(3).:

3. Plaintiffs’ claims are typical of the claims to the other Members of the Class, in satisfying Rule 23(a)(3). Plaintiffs and other Members of the Class have sustained

damages because of Defendants' alleged unlawful activities.

4. Plaintiffs and their counsel will adequately represent the Class, in satisfaction of Rule 23(a)(4). Plaintiffs have no interests which are contrary to or in conflict with those of the Class. Plaintiffs have retained counsel competent and experienced in securities fraud class actions and complex litigation, and have prosecuted and intend to continue to prosecute this action vigorously.

5. A class action is superior to all other available methods for the fair and efficient adjudication of this controversy. Plaintiffs know of no difficulty to be encountered in the management of this action that would preclude its maintenance as a class action. *See* Fed. R. Civ. P. 23(b)(3).

6. Proposed Class Counsel are competent, experienced, knowledgeable, and qualified and will fairly and adequately represent the interests of the class in accordance with Rule 23(g).

7. Plaintiffs have filed contemporaneously with this motion a memorandum of law in support.

WHEREFORE, based upon the Consolidated Amended Class Action Complaint for Violations of the Federal Securities Laws, and for the reasons set forth above and in the contemporaneously filed Memorandum of Law in Support of Plaintiffs' Motion for Class Certification, the Declaration of Kim E. Miller in Support of Plaintiffs' Motion for Class Certification, the pleadings and records on file in this case, and other such matters and argument as the Court may consider in the hearing of this motion, this Court should enter an Order certifying this case as a class action pursuant to Fed. R. Civ. P. 23,

certifying Plaintiffs as representatives of the Class, and certifying Plaintiffs' counsel as counsel for the Class.

Respectfully submitted,

Dated: February 8, 2010

/s/ Kim E. Miller

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*Counsel for Plaintiffs*

**CERTIFICATE OF SERVICE**

I hereby certify that Plaintiffs' Motion for Class Certification was filed through the ECF system and will be sent electronically to the registered participants as identified on the Notice of Electronic Filing, and paper copies will be sent via U.S. Mail to those indicated as non-registered participants on February 8, 2010.

/s/ Kim E. Miller

Kim E. Miller